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April 26, 2006

RECORDATION NO. 20734-A FILED

APR 26 '06 3-11 PM

SURFACE TRANSPORTATION BOARD

Honorable Vernon A. Williams  
Secretary  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, D.C. 20423-0001

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two originals and one (1) copy of a Partial Termination and Release of Security Interest, dated as of April 20, 2006, a secondary document as defined in 49 C.F.R. § 1177.1. The enclosed document relates to the Memorandum of Grant and Security Agreement previously filed with the Board under Recordation Number 20734.

The name and address of the party to the enclosed document is as follows:

Secured Party:

Maryland Transit Administration  
6 Saint Paul Street  
Baltimore, Maryland 21202-1614

A description of the railroad equipment covered by the enclosed document is:

The following eight (8) MDDX Covered Hoppers:

1. MDDX 7131
2. MDDX 7132
3. MDDX 7134
4. MDDX 7138
5. MDDX 7143
6. MDDX 7144
7. MDDX 7146
8. MDDX 7147

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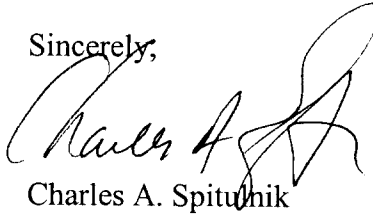
Honorable Vernon A. Williams  
April 26, 2006  
Page 2

A short summary of the document to appear in the index is: Partial Termination and Release of Security Interest.

Also enclosed is a check in the amount of \$34.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return the extra original to the undersigned.

Sincerely,

A handwritten signature in black ink, appearing to read "Charles A. Spitu", written over the printed name.

Charles A. Spitu

Enclosure

ND: 4832-5616-3840, Ver 1

APR 26 '06

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**Partial Termination and Release of Security Interest**

SURFACE TRANSPORTATION BOARD

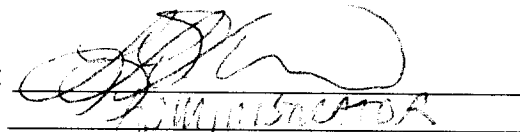
For value received, the Maryland Transit Administration (formerly known as the Maryland Mass Transit Administration) ("Secured Party"), only with respect to the railroad equipment described in Schedule 1 attached hereto (the "Released Rail Cars"), terminates and releases any and all rights and interests of Secured Party with respect to the Released Rail Cars, including, without limitation, any security interests in the Released Rail Cars pursuant to the Security Agreement dated as of May 28, 1997, between the Maryland & Delaware Railroad Company, as debtor, and the Maryland Transit Administration (referred to as the Maryland Mass Transit Administration in said document), as secured party.

A memorandum of Secured Party's rights and interests with respect to the Released Rail Cars under the above-referenced Security Agreement was recorded with the Surface Transportation Board on June 26, 1997, at 10:16 a.m. under Recordation Number 20734. To the extent (but only to the extent) relating to the Released Rail Cars, Secured Party releases and terminates its rights and interests covered by that memorandum.

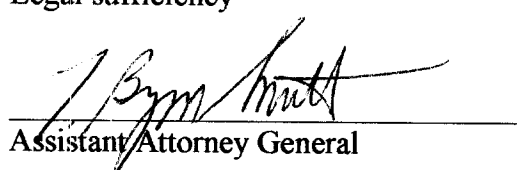
EXECUTED as of 7-20-2006

Maryland Transit Administration

By:  
Its:

  
\_\_\_\_\_  
ADMINISTRATOR

Approved for form and  
Legal sufficiency

  
\_\_\_\_\_  
Assistant Attorney General

State of Maryland

County of Baltimore

I hereby certify that on this 20 day of April, 2006, before me, the subscriber, a Notary Public in and for the State and county of aforesaid, personally appeared Lisa Nickerson, Administrator of the Maryland Transit Administration, and he/she made oath in due form of law that the execution of the foregoing instrument was the free act and deed of the Maryland Transit Administration. He/she further declared under the penalty of perjury that the foregoing is true and correct.

As witness my hand and Notarial Seal.

Stacy Freedman-Sherill  
Notary Public

**My Commission**  
My Commission Expires: \_\_\_\_\_ **Expires 2/1/2010**

## **Schedule 1**

### **Released Rail Cars**

1. MDDX Hopper 7131
2. MDDX Hopper 7132
3. MDDX Hopper 7134
4. MDDX Hopper 7138
5. MDDX Hopper 7143
6. MDDX Hopper 7144
7. MDDX Hopper 7146
8. MDDX Hopper 7147

ND: 4831-0529-9968, Ver 1